

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ECF Case

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ADRIAN HUFF, as Chairman of the Board of Trustees of
TEAMSTERS LOCAL 445 FREIGHT DIVISION
PENSION FUND,

Plaintiff,

Civil Action No. 07 Civ. 5926
(CLB)(MDF)

- against -

MID-HUDSON STEEL CORP., GRAMMAR, DEMPSEY
& HUDSON, INC., BRIDGEPORT STEEL CO., BUELL
SPECIALTY STEEL CO., PABRICO STEEL
FABRICATORS INC., ZINC CONSTRUCTION CORP.,
and AIROTRAX, INC.,

**AFFIDAVIT OF WILLIAM D.
FRUMKIN ESQ. IN
SUPPORT OF PLAINTIFF'S
MOTION FOR SUMMARY
JUDGMENT**

Defendants.
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STATE OF NEW YORK)
COUNTY OF WESTCHESTER)ss.:

WILLIAM D. FRUMKIN, an attorney admitted to practice before this Court declares,
pursuant to 28 U.S.C. §1746, under penalties of perjury that the following is true and correct:

1. I am a partner with the law firm of Sapir & Frumkin, LLP, attorneys for Plaintiff
Adrian Huff, as Chairman of the Board of Trustees of Teamsters Local 445 Freight Division
Pension Fund. I am familiar with the facts and circumstances of this matter and submit this
Affidavit in Support of Plaintiff's Motion For Summary Judgment.

2. Annexed hereto as Exhibit "1" is a copy of the Memorandum of Agreement by and
between Mid-Hudson Steel Corporation and Local Union No. 445 Affiliated with International
Brotherhood of Teamsters, AFL-CIO, signed by the General Manager for Mid-Hudson, on January
31, 2003.

3. Annexed hereto as Exhibit "2" is a copy of correspondence, dated December 21, 2004, from Kellie Terese Walker, Esq., to James F. Hudson, President of Mid-Hudson Steel Corp.

4. Annexed hereto as Exhibit "3" is a copy of Second Amended Complaint of Plaintiff.

5. Annexed hereto as Exhibit "4" is a copy of Answer of Defendants Mid-Hudson Steel Corp., Grammar Dempsey & Hudson, Inc., Bridgeport Steel Co., Buell Specialty Steel Co., and Pabrico Steel Fabricators, Inc. with Affirmative Defenses, dated April 24, 2008.

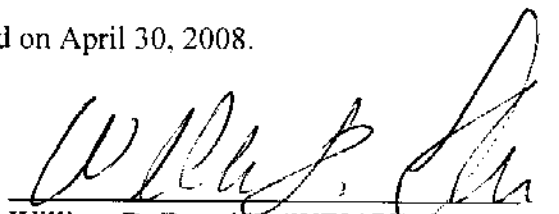
6. Annexed hereto as Exhibit "5" is a copy of correspondence, dated January 18, 2007, from Rachel L. Horton to Sharon Molinelli.

7. Annexed hereto as Exhibit "6" is a copy of correspondence, dated March 8, 2007, from William F. Cusack III, Esq., to Keith R. McMurdy, Esq.

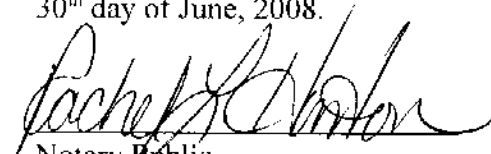
8. Annexed hereto as Exhibit "7" is a copy of correspondence, dated April 26, 2007, from William F. Cusack III, Esq., to Keith R. McMurdy, Esq.

9. Annexed hereto as Exhibit "8" is a copy of the transcript of the deposition of James F. Hudson, held on April 30, 2008.

10. Annexed hereto as Exhibit "9" is a copy of Payments Sent to Local 445 Pension Fund, produced by James F. Hudson at his deposition, held on April 30, 2008.


William D. Frumkin (WF2173)

Sworn to before me this
30th day of June, 2008.


Notary Public

RACHEL L. HORTON
NOTARY PUBLIC, State Of New York
No. 01H06095205
Qualified In Dutchess County
Commission Expires July 7, 20 11

CERTIFICATE OF SERVICE

I hereby certify that on June 30, 2008, a copy of Affidavit of William D. Frumkin, Esq. in Support of Plaintiff's Motion for Summary Judgment was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt including:

Keith R. McMurdy, Esq.
Fox Rothschild, LLP
100 Park Avenue, Suite 1500
New York, New York 10017

Parties may access this filing through the Court's electronic filing system

/s/ Rachel L. Horton
Rachel L. Horton